

or  $Q^1$  and  $R^8$  taken together are dihydropyrrolidine, optionally substituted with  $R^{12}$ ;

$Z^1$  is  $CH_2(CH_2)_p$ ,  $CH(OH)(CH_2)_p$ , or  $C(O)$ ;

5  $Z^2$  is  $(O)_pS$ ,  $O$ , or  $N(R^{13})$ ;

$Z^3$  is  $(O)_pS$  or  $O$ ;

$A^1$  is  $H$  or  $CH_3$ ;

$A^2$  is selected from the group consisting of:

- a)  $H$ ,
- 10 b)  $HO$ ,
- c)  $CH_3$ ,
- d)  $CH_3O$ ,
- e)  $R^{14}OCH_2=C(O)NH$ ,
- f)  $R^{15}OC(O)NH$ ,
- 15 g)  $(C_1-C_3)$ alkoxycarbonyl,
- h)  $HOCH_2$ ,
- i)  $CH_3ONH$ ,
- j)  $CH_3C(O)$ ,
- k)  $CH_3C(O)CH_2$ ,
- 20 l)  $CH_3C(OCH_2CH_2O)$ , and
- m)  $CH_3C(OCH_2CH_2O)CH_2$ ,

or  $A^1-C-A^2$  taken together are  $CH_3-C(OCH_2CH_2O)$ ,  $C(O)$ , or  $C(=NR^{22})$ ;

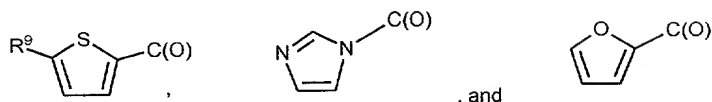
$R^8$  is  $H$  or  $F$ , or is taken together with  $Q^1$  as above;

$R^9$  is  $H$  or  $F$ ;

25  $R^{10}$  and  $R^{11}$  are taken together with the  $N$  atom to form a 3,7-diazabicyclo[3.3.0]octane, pyrrole, pyrazole, imidazole, 1,2,3-triazole, 1,2,4-triazole, morpholine or a piperazine group, optionally substituted with  $R^{13}$ ;

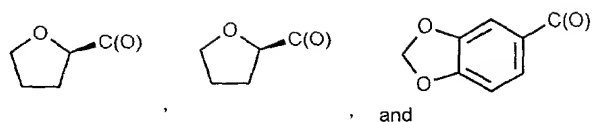
$R^{12}$  is selected from the group consisting of:

- a)  $\text{CH}_3\text{C}(\text{O})-$ ,
- b)  $\text{HC}(\text{O})-$ ,
- c)  $\text{Cl}_2\text{CHC}(\text{O})-$ ,
- d)  $\text{HOCH}_2\text{C}(\text{O})-$ ,
- 5 e)  $\text{CH}_3\text{SO}_2-$ ,
- f)  $\text{F}_2\text{CHC}(\text{O})-$ ,
- g)  $\text{H}_3\text{CC}(\text{O})\text{OCH}_2\text{C}(\text{O})-$ ,
- h)  $\text{HC}(\text{O})\text{OCH}_2\text{C}(\text{O})-$ ,
- i)  $\text{R}^{21}\text{C}(\text{O})\text{OCH}_2\text{C}(\text{O})-$ ,
- 10 j)  $\text{H}_3\text{CCHCH}_2\text{OCH}_2\text{C}(\text{O})-$ ,
- k)  $\text{benzylOCH}_2\text{C}(\text{O})-$ ,
- l)-m)



15  $\text{R}^{13}$  is selected from the group consisting of:

- a)  $\text{R}^{14}\text{OC}(\text{R}^{16})(\text{R}^{17})\text{C}(\text{O})-$ ,
- b)  $\text{R}^{15}\text{OC}(\text{O})-$ ,
- c)  $\text{R}^{18}\text{C}(\text{O})-$ ,
- d)  $\text{H}_3\text{CC}(\text{O})(\text{CH}_2)_2\text{C}(\text{O})-$ ,
- 20 e)  $\text{R}^{19}\text{SO}_2-$ ,
- f)  $\text{HOCH}_2\text{C}(\text{O})-$ ,
- g)  $\text{R}^{20}(\text{CH}_2)_2-$ ,
- h)  $\text{R}^{21}\text{C}(\text{O})\text{OCH}_2\text{C}(\text{O})-$ ,
- i)  $(\text{CH}_3)_2\text{NCH}_2\text{C}(\text{O})\text{NH}-$ ,
- 25 j)  $\text{NCCH}_2-$ ,
- k)  $\text{F}_2\text{CHCH}_2-$ ,
- l)-m)



$R^{14}$  is H,  $CH_3$ , benzyl, or  $CH_3C(O)-$ ;

$R^{15}$  is  $(C_1-C_3)$ alkyl, aryl, or benzyl;

$R^{16}$  and  $R^{17}$ , independently, are H or  $CH_3$ ;

5  $R^{18}$  is selected from the group consisting of:

- a) H-,
- b)  $(C_1-C_4)$ alkyl,
- c)  $aryl(CH_2)_m$ ,
- d)  $ClH_2C-$ ,
- 10 e)  $Cl_2HC-$ ,
- f)  $FH_2C-$ ,
- g)  $F_2HC-$ , and
- h)  $(C_3-C_6)$ cycloalkyl;

$R^{19}$  is selected from the group consisting of:

- 15 a)  $CH_3$ ,
- b)  $CH_2Cl$ ,
- c)  $CH_2CH=CH_2$ ,
- d) aryl, and
- e)  $CH_2CN$ ;

20  $R^{20}$  is OH,  $CH_3O-$ , or F;

$R^{21}$  is:

- a)  $CH_3-$ ,
- b)  $HOCH_2-$ ,
- c) aniline, or
- 25 d)  $(CH_3)_2N-CH_2-$ ,

$R^{22}$  is selected from the group consisting of:

- a) HO-
- b)  $CH_3O-$